

Fill in this information to identify the case:

Debtor name Starworks, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From **1/01/2019** to **Filing Date**

☒ Operating a business
☐ Other _____

\$2,051,060.19

For prior year:
From **1/01/2018** to **12/31/2018**

☒ Operating a business
☐ Other _____

\$8,797,397.00

For year before that:
From **1/01/2017** to **12/31/2017**

☒ Operating a business
☐ Other _____

\$8,496,002.12

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From **1/01/2019** to **Filing Date**

Rental income

\$206,700.17

For prior year:
From **1/01/2018** to **12/31/2018**

Rental income

\$106,968.65

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

Debtor **Starworks, LLC**

Case number (if known)

☐ None.

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. See attached schedule		\$0.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. See attached schedule		\$0.00	

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. 1 Model Management, LLC v. Starworks, LLC 650801/2019	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Room 161 New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Beth Melsky Satellite Casting, LLC v. Starworks, LLC 02641/2019	Commercial	NY Civil Court (NY County) 111 Centre Street New York, NY 10013	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

Debtor **Starworks, LLC**

Case number (if known)

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.3.	Bond Creative Search, Inc. v. Starworks, LLC 27490/2018	Commercial	NY Civil Court (NY County) 111 Centre Street New York, NY 10013	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4.	Cingari v. Starworks, LLC 652729/2018	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.5.	Code Gray LLC v. Starworks, LLC 650355/2019	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.6.	DG Premium Brands, LLC v. Starworks, LLC 654282/2019	Commercial	NY State Supreme Court (NY County) 60 Centre St, Rm 161 New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.7.	Frost v. Starworks, LLC BC682547	Employment/Class Action	CA Superior Court Los Angeles County - Central District Stanley Mosk Courthouse, 111 N Hill St. Los Angeles, CA 90012	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.8.	Grit New York LLC v. Starworks, LLC 655397/18	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.9.	Inthesomeday LLC v. Starworks, LLC 651009/2019	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10017	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.10	Losani v. SWG/Starworks Group 2019-00202-ENF	Commercial	NYC Department of Consumer Affairs 42 Broadway, 9th Floor New York, NY 10004	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.11	Man Repeller, LLC v. Starworks, LLC 654355/2018	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.12	U.S. Telepacific Corp v. Starworks LLC CV-017205	Commercial	NY Civil Court (NY County) 111 Centre Street New York, NY 10004	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.13	INCA International Productions, Inc. v. Starworks, LLC 654410/2019	Commercial	NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor **Starworks, LLC**

Case number (if known)

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.14	Commissioners of the State Insurance Fund v. Starworks, LLC 61101/2019	Commercial	NY State Supreme Court (Westchester Coun 111 Dr.Martin Luther King Jr Blvd White Plains, NY 10601	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1.	Goodwill	Clothing leftover from Starworks showroom	5/31/2018	\$5,000.00
	Recipients relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>		

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Debtor **Starworks, LLC**

Case number (if known)

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Halperin Battaglia Benzija, LLP 40 Wall Stret, 37th Fl. New York, NY 10005		8/12/2019	\$17,500.00

Email or website address

Who made the payment, if not debtor?
Vice Holding Inc.

11.2.	Halperin Battaglia Benzija, LLP 40 Wall Stret, 37th Fl. New York, NY 10005		9/27/2019	\$7,500.00
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Email or website address

Who made the payment, if not debtor?
Vice Holding Inc.

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy From-To
14.1.	4525 Wilshire Blvd., Suite 150 Los Angeles, CA 90010	9/1/2018 to present
14.2.	1601 Vine Street., 6th Floor Los Angeles, CA 90028	11/1/2017-12/1/2018

Part 8: Health Care Bankruptcies

Debtor **Starworks, LLC**

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15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
☒ Yes. Does the debtor serve as plan administrator?

☐ No Go to Part 10.

☒ Yes. Fill in below:

Name of plan

Starworks 401(k) Plan (2 Plans: ADP Plan + Ubiquity Retire & Savings)

Employer identification number of the plan

EIN: **13-4146058**

Has the plan been terminated?

- ☒ No
☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	JPMorgan Chase N.A. PO Box 659754 San Antonio, TX 78265-9754	XXXX-5848	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___	August 2018	\$0.00
18.2.	Wells Fargo Bank N.A. 433 North Camden Drive., Suite 505 Beverly Hills, CA 90210	XXXX-4712	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___	September 2018	\$0.00

Debtor **Starworks, LLC**

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19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
David Wang 59-73 59th Place Maspeth, NY 11378	David Wang	Computers, laptop, standing desk, legal and personal files.	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
Grant/Vareljan Home 463 Greenwich Street #1 New York, NY 10013	James Grant Svetlvana Vareljan	Office furniture, flat-screen TVs, and computer	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Debtor **Starworks, LLC**

Case number (if known)

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name address

Describe the nature of the business

Employer Identification number

Do not include Social Security number or ITIN.

Dates business existed

25.1. **Starworks Artists, LLC**
4525 Wilshire Blvd, Suite 150
Los Angeles, CA 90010

Represent hair, makeup, and
stylist artists.

EIN: **27-2846610**

From-To **5/18/2010 -present**

25.2. **Starworks London Ltd.**
C/o Alexander Lawson
Jacobs
1 Kings Avenue
London N21 3NA

Public relations and
communications

EIN: **Companies House: 05538168**

From-To **8/16/2005 - present**

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address

Date of service
From-To

26a.1. **Alison Savary**
374 South 5th St. Apt. 15
Brooklyn, NY 11211

Client Finance
Manager;
1/8/18-6/29/18

26a.2. **Greg Dell**
183-11 Hillside Ave
Jamaica, NY 11432

Controller;
6/4/18-8/31/18

26a.3. **Patrick Martinelli**
77 Cambridge Avenue
Garden City, NY 11530

Finance Manager;
11/17/14 - 4/13/18

26a.4. **Anthony Cullen**
63 Wall Street, Apt. 1211
New York, NY 10005

Finance and
Operations
Manager; 6/1/17-
7/16/18

26a.5. **Dahlia Nussbaum**
355 East 72nd St., Apt 10J
New York, NY 10021

Corporate Financial
Controller; 2/25/19 -
present

Debtor **Starworks, LLC**

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Name and address		Date of service From-To
26a.6.	Stephanie Choudri C/o CFGI 340 Madison Avenue New York, NY 10173	Interim Chief Financial Officer (Consultant); 6/18/18 - 7/24/19
26a.7.	Charlie Gillem c/o CFGI 340 Madison Ave. New York, NY 10173	

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	See above response to No. 26(a)	
26b.2.	Presti & Naegele 225 West 35th Street, 5th Floor New York, NY 10001	

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	Presti & Naegle 225 West 35th St, 5th Floor New York, NY 10001	
26c.2.	CFGI 340 Madison Avenue New York, NY 10173	
26c.3.	G-Suite C/o Point Consultants 368 Broadway, Suite 303 New York, NY 10013	[Account is current until 8/31/19]
26c.4.	Xero Inc. Level 5, 101 Green Street San Francisco, CA 94111	[Account is current until 9/15/19]
26c.5.	Dahlia Nussbaum 355 East 72nd St. Apt. 10J New York, NY 10021	
26c.6.	David Wang 59-73 59th Place Maspeth, NY 11378	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Debtor **Starworks, LLC**

Case number (if known) _____

Name and address

- 26d.1. **Advance American Funding**
27333 Meadowbrook Rd, Suite 240
Novi, MI 48377
-
- 26d.2. **Advanced Energy Capital**
One MetroTech Center - North
Brooklyn, NY 11201
-
- 26d.3. **Astrina, Inc.**
55 Union Place, Suite 200
Summit, NJ 07901
-
- 26d.4. **Bluevine Capital**
401 Warren St #300
Redwood City, CA 94063
-
- 26d.5. **Business Capital LLC**
1920 East Hallandale Beach BLVD
Suite 505
Hallandale, FL 33009
-
- 26d.6. **CFG**
340 Madison Ave
New York, NY 10173
-
- 26d.7. **Change Group Americas**
111 John St, 19th Fl
New York, NY 10038
-
- 26d.8. **Chrome Capital Funding**
720 Goodlette-Frank Road, #400
Naples, FL 34102
-
- 26d.9. **Crown Funding Source**
240 Rockaway Avenue, Suite A
Valley Stream, NY 11580
-
- 26d.10. **Ed Painter**
c/o A2A Pharmaceuticals
JLABS @ NYC, 101 6th Ave
New York, NY 10013
-
- 26d.11. **Entrepreneurial Growth Capital**
505 Park Ave., #603
New York, NY 10022
-
- 26d.12. **Fox Capital Group, Inc.**
1125 N Fairfax Ave, #46309
Los Angeles, CA 90046
-
- 26d.13. **Knight Capital Funding**
9 E. Loockerman Street, Suite 202-543
Dover, DE 19901
-
- 26d.14. **Mill Wood Finance Ltd.**
Maria House, 35 Millers Road
Brighton, BN1 5NP
-
- 26d.15. **Miroma Ventures**
1 Cavendish Place
London W1G 0QF
-
- 26d.16. **Next Wave Enterprises**
5757 Blue Lagoon Drive, Suite 170
Miami, FL 33126
-

Debtor **Starworks, LLC**

Case number (if known) _____

Name and address

26d.17. **Nicholas Voyer, CPA auditeur, CA | Assoc**
Ernst & Young s.r.l./S.E.N.C.R.L
800 Boul. René-Lévesque Ouest
Montréal, Québec H3B 1X9, Canada

26d.18. **Ocean West Capital Partners, LLC**
2101 Rosecrans Avenue, Suite 3270
El Segundo, CA 90245

26d.19. **Outten & Golden LLP**
One California Street, 12th Floor
San Francisco, CA 94111

26d.20. **Presti & Naegele**
225 West 35th Street, 5th Floor
New York, NY 10001

26d.21. **Super G Capital**
1541 Ocean Ave., #200
Santa Monica, CA 90401

26d.22. **Tainos Financial Consulting, LLC**
134 Ludlow Place
Westfield, NJ 07090

26d.23. **Union Funding Source, Inc.**
780 Long Beach Blvd
Long Beach, NY 11561

26d.24. **Vice Holding Inc.**
99 North 10th Street
Brooklyn, NY 11211

26d.25. **Vice Media LLC**
55 Washington Street
Brooklyn, NY 11201

26d.26. **Wells Fargo Home Mortgage**
150 East 42nd Street, 31st Floor
New York, NY 10017

26d.27. **West Coast Business Capital LLC**
116 Nassau Street, Suite 804
New York, NY 10038

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Vice Holding Inc.	99 North 10th Street Brooklyn, NY 11211	Controlling Member	51%

Debtor **Starworks, LLC**

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Name	Address	Position and nature of any interest	% of interest, if any
James Grant	463 Greenwich Street #1 New York, NY 10013-1764	Manager & Board Member, Chief Executive Officer, Class A Unit holder Representative	18.38%
Name	Address	Position and nature of any interest	% of interest, if any
Svetlana Vareljan	463 Greenwich Street #1	Manager & Board Member, Chief Talent Officer	18.38%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 See attached schedule			
Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
☒ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
Vice Holding Inc.	EIN: 06-1562658

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund	Employer Identification number of the parent corporation

Debtor Starworks, LLC

Case number (if known) _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 9/27/2019

/s/ James Grant

Signature of individual signing on behalf of the debtor

James Grant

Printed name

Position or relationship to debtor Chief Executive Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

Statement of Financial Affairs - Question No. 3

Date	Creditor Name	Creditor's Address	Reference	Total Amount	Reason for Payment or
07/3/2019	5 Crosby Street	5 Crosby Street, New York, NY 10013	43024	\$15,000.00	rent payment NY office
07/9/2019	5 Crosby Street		17-Jan	\$648.46	rent payment NY office
07/9/2019	5 Crosby Street		43024	\$1,308.95	rent payment NY office
07/9/2019	5 Crosby Street		17-Feb	\$714.60	rent payment NY office
07/9/2019	5 Crosby Street		17-Mar	\$12,327.99	rent payment NY office
				\$30,000.00	
07/9/2019	Baker Tilly Virchow Krause, LLP	1050 Crown Pointe Parkway, Suite 1650 Atlanta, GA 30338	BT1378140	\$28,745.00	forensic accountant- Anthony Cullen case
07/9/2019	Baker Tilly Virchow Krause, LLP		BT1423908	\$5,470.00	forensic accountant- Anthony Cullen case
07/11/2019	Baker Tilly Virchow Krause, LLP		BT1396466	\$6,777.50	forensic accountant- Anthony Cullen
				\$40,992.50	
06/27/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
06/28/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/1/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/2/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/3/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/5/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/8/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/9/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/10/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/11/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/12/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/15/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/16/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/17/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/18/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/19/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/23/2019	Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
07/31/2019	Payment: Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
08/8/2019	Payment: Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
08/9/2019	Payment: Bridge Funding Capital (Chrome 2)			\$1,606.07	loan repayment
				\$32,121.40	
06/27/2019	Chrome Capital			\$1,699.00	loan repayment
06/28/2019	Chrome Capital			\$1,699.00	loan repayment
07/1/2019	Chrome Capital			\$1,699.00	loan repayment
07/2/2019	Chrome Capital			\$1,699.00	loan repayment

07/3/2019	Chrome Capital			\$1,699.00	loan repayment
07/5/2019	Chrome Capital			\$1,699.00	loan repayment
07/5/2019	Chrome Capital			\$1,699.00	loan repayment
07/8/2019	Chrome Capital			\$1,699.00	loan repayment
07/9/2019	Chrome Capital			\$1,699.00	loan repayment
07/10/2019	Chrome Capital			\$1,699.00	loan repayment
07/11/2019	Chrome Capital			\$1,699.00	loan repayment
07/12/2019	Chrome Capital			\$1,699.00	loan repayment
07/15/2019	Chrome Capital			\$1,699.00	loan repayment
07/16/2019	Chrome Capital			\$1,699.00	loan repayment
07/17/2019	Chrome Capital			\$1,699.00	loan repayment
07/18/2019	Chrome Capital			\$1,699.00	loan repayment
07/19/2019	Chrome Capital			\$1,699.00	loan repayment
07/23/2019	Chrome Capital			\$1,699.00	loan repayment
				\$30,582.00	
06/27/2019	Fox Capital Group	1125 N Fairfax Ave, #46309, West Hollywood, CA 90046		\$2,190.00	loan repayment
06/28/2019	Fox Capital Group			\$2,190.00	loan repayment
07/1/2019	Fox Capital Group			\$2,190.00	loan repayment
07/2/2019	Fox Capital Group			\$2,190.00	loan repayment
07/3/2019	Fox Capital Group			\$2,190.00	loan repayment
07/5/2019	Fox Capital Group			\$2,190.00	loan repayment
07/8/2019	Fox Capital Group			\$2,190.00	loan repayment
07/8/2019	Fox Capital Group			\$2,190.00	loan repayment
07/9/2019	Fox Capital Group			\$2,190.00	loan repayment
07/10/2019	Fox Capital Group			\$2,190.00	loan repayment
07/11/2019	Fox Capital Group			\$2,190.00	loan repayment
07/12/2019	Fox Capital Group			\$2,190.00	loan repayment
07/15/2019	Fox Capital Group			\$2,190.00	loan repayment
07/16/2019	Fox Capital Group			\$2,190.00	loan repayment
07/17/2019	Fox Capital Group			\$2,190.00	loan repayment
07/18/2019	Fox Capital Group			\$2,190.00	loan repayment
07/23/2019	Fox Capital Group			\$2,190.00	loan repayment
08/8/2019	Fox Capital Group			\$2,190.00	loan repayment
08/9/2019	Fox Capital Group			\$2,190.00	loan repayment
				\$41,610.00	
06/27/2019	Knight Capital Funding	9 E. Loockerman Street, Suite 202-543, Dover, DE 19901		\$965.91	loan repayment
06/28/2019	Knight Capital Funding			\$965.91	loan repayment
07/1/2019	Knight Capital Funding			\$965.91	loan repayment
07/2/2019	Knight Capital Funding			\$965.91	loan repayment
07/3/2019	Knight Capital Funding			\$965.91	loan repayment
07/5/2019	Knight Capital Funding			\$965.91	loan repayment
07/8/2019	Knight Capital Funding			\$965.91	loan repayment

07/9/2019	Knight Capital Funding			\$965.91	loan repayment
07/10/2019	Knight Capital Funding			\$965.91	loan repayment
07/11/2019	Knight Capital Funding			\$965.91	loan repayment
07/12/2019	Knight Capital Funding			\$965.91	loan repayment
07/15/2019	Knight Capital Funding			\$965.91	loan repayment
07/16/2019	Knight Capital Funding			\$965.91	loan repayment
07/17/2019	Knight Capital Funding			\$965.91	loan repayment
07/18/2019	Knight Capital Funding			\$965.91	loan repayment
07/19/2019	Knight Capital Funding			\$965.91	loan repayment
				\$15,454.56	
06/28/2019	Next Wave Funding	5757 Blue Lagoon Drive, Suite 170, Miami, FL 33126		\$6,845.24	loan repayment
07/8/2019	Next Wave Funding			\$6,845.24	loan repayment
07/12/2019	Next Wave Funding			\$6,845.24	loan repayment
				\$20,535.72	
07/2/2019	Point Consultants	368 Broadway, Suite 303, New York, NY	8054	\$8.98	Microsoft Office
07/2/2019	Point Consultants		8055	\$8.98	Microsoft Office
07/5/2019	Point Consultants		8070	\$4,089.35	G-suite
07/15/2019	Point Consultants		7794	\$3,700.00	IT Services
				\$7,807.31	
07/9/2019	The Wall Group LA, LLC	38 W 21st St, Fl 11, New York, NY	9963388	\$30,471.23	stylist services for the Laundress
				\$30,471.23	
07/10/2019	Union Funding Source	780 Long Beach Blvd Long Beach, NY 11561		\$35.00	loan repayment
06/27/2019	Union Funding Source			\$2,456.25	loan repayment
07/1/2019	Union Funding Source			\$2,456.25	loan repayment
07/2/2019	Union Funding Source			\$2,456.25	loan repayment
07/3/2019	Union Funding Source			\$2,456.25	loan repayment
07/8/2019	Union Funding Source			\$2,456.25	loan repayment
07/9/2019	Union Funding Source			\$2,456.25	loan repayment
07/10/2019	Union Funding Source			\$2,456.25	loan repayment
07/11/2019	Union Funding Source			\$2,456.25	loan repayment
07/12/2019	Union Funding Source			\$2,456.25	loan repayment
07/15/2019	Union Funding Source			\$2,456.25	loan repayment
07/16/2019	Union Funding Source			\$2,456.25	loan repayment
07/17/2019	Union Funding Source			\$2,456.25	loan repayment
				\$29,510.00	

06/27/2019	West Coast Business Capital	116 Nassau Street, Suite 804, New York, NY 10038	\$2,936.00	loan repayment
06/28/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/1/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/2/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/3/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/5/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/8/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/9/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/10/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/11/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/12/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/15/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/16/2019	West Coast Business Capital		\$2,936.00	loan repayment
07/17/2019	West Coast Business Capital		\$2,936.00	loan repayment
08/9/2019	West Coast Business Capital		\$2,936.00	loan repayment
			\$44,040.00	
06/27/2019	Trinet		\$75,536.11	employee payroll
07/3/2019	Trinet	One Park Place Suite 600 Dublin, CA 94568	\$525.93	employee payroll
			\$76,062.04	
07/9/2019	American Express C/o Zwicker & Associates PC		\$10,837.03	american express settlement payment
			\$10,837.03	

Statement of Financial Affairs Schedule for Questions No. 4 and 30

Insider (for the benefit of)	Vendor/Payment Made To	Relationship to Debtor	Dates	Total Amount of Value	Reason for Payment or Transfer
James Grant	AMEX (*1003)	Officer	09/30/2018	\$1,314.64	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*4001)	Officer	09/30/2018	\$830.72	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	09/30/2018	\$4,177.80	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	SoHo House	Officer	10/1/2018	\$626.03	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Withdrawal	Officer	10/1/2018	\$264.44	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	10/2/2018	\$10,416.50	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	10/2/2018	\$5,000.00	IRS payment for taxes
James Grant	AT&T	Officer	10/15/2018	\$97.30	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	La Esquina	Officer	10/15/2018	\$116.87	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	10/22/2018	\$103.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	10/22/2018	\$10,416.50	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	GOGOAIR.COM	Officer	10/23/2018	\$16.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Holiday Cars	Officer	10/25/2018	-\$474.34	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	10/25/2018	\$203.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	10/25/2018	\$60.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	10/29/2018	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Halle Lagatta - Lyft	Officer	10/30/2018	\$8.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Halle Lagatta - Top Shop	Officer	10/30/2018	\$12.09	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	AMEX (*1003)	Officer	10/31/2018	\$8,286.30	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*4001)	Officer	10/31/2018	\$171.17	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	10/31/2018	\$893.38	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	11/1/2018	\$10,416.50	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Grub Hub Juice Press	Officer	11/7/2018	\$56.18	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Discount Cleaning	Officer	11/13/2018	\$162.44	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Pond5	Officer	11/13/2018	\$98.99	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	11/13/2018	\$102.49	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	AT&T	Officer	11/14/2018	\$398.69	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Pond5	Officer	11/16/2018	\$69.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo	Officer	11/16/2018	\$116.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	11/16/2018	\$102.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Aesop Nolita	Officer	11/19/2018	\$105.61	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	11/19/2018	\$260.15	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	11/19/2018	\$123.99	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	11/19/2018	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	11/19/2018	\$5.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	11/23/2018	\$4,396.90	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	11/23/2018	\$10,416.50	Payment provided for in Grant's Amended and Restated Employment Agreement

James Grant	Wells Fargo 6768 - ATM Fee	Officer	11/26/2018	\$5.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Withdrawal	Officer	11/26/2018	\$257.69	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	11/27/2018	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*1003)	Officer	11/30/2018	\$1,087.48	Repayment/draw down on an Outstanding Note Balance and ayment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*4001)	Officer	11/30/2018	\$3,355.61	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	11/30/2018	\$3,068.83	Repayment/draw down on an Outstanding Note Balance and ayment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Samsung	Officer	12/7/2018	\$78.61	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	12/12/2018	\$10,416.50	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo	Officer	12/13/2018	\$140.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	AT&T	Officer	12/14/2018	\$196.45	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo (Brody Baker)	Officer	12/14/2018	\$2,750.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	12/19/2018	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM withdrawal	Officer	12/19/2018	\$202.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Abebooks.com	Officer	12/21/2018	\$60.03	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo (Brody Baker)	Officer	12/21/2018	\$2,750.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	12/27/2018	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*1003)	Officer	12/31/2018	\$5,039.92	Repayment/draw down on an Outstanding Note Balance and ayment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*4001)	Officer	12/31/2018	\$20.87	Repayment/draw down on an Outstanding Note Balance and ayment of business expenses provided for in Grant's Amended and Restated Employment Agreement

James Grant	Capital One	Officer	12/31/2018	\$6,173.20	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Katona & Mir LLP	Officer	01/2/2019	\$1,340.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Soho House	Officer	01/2/2019	\$626.03	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	VIRGIN Airlines	Officer	01/2/2019	\$3,060.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Aladdin	Officer	01/7/2019	\$372.70	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo	Officer	01/7/2019	\$708.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	01/9/2019	\$10,416.67	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Arco (Culver City)	Officer	01/11/2019	\$21.70	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch	Officer	01/14/2019	\$784.44	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch	Officer	01/14/2019	\$784.44	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch	Officer	01/14/2019	\$784.44	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	M Cafe	Officer	01/14/2019	\$240.43	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch	Officer	01/15/2019	\$28.47	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch	Officer	01/15/2019	\$552.18	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank	Officer	01/28/2019	\$498.98	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	01/28/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	01/31/2019	\$6,126.68	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Juice Press	Officer	01/31/2019	\$23.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	AMEX (*1003)	Officer	02/1/2019	\$889.56	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	AMEX (*4001)	Officer	02/1/2019	\$2,470.78	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	JUBILEE MARKET	Officer	02/1/2019	\$16.97	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	02/4/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - atm withdrawal	Officer	02/4/2019	\$203.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	02/5/2019	\$5.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM withdrawal	Officer	02/5/2019	\$264.71	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	02/8/2019	\$5,208.34	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Juice Press	Officer	02/15/2019	\$31.26	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	02/19/2019	\$203.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	02/19/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	VIRGIN Airlines	Officer	02/26/2019	\$2,018.86	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	02/27/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Capital One	Officer	02/28/2019	\$1,586.52	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	New York State DMV	Officer	03/6/2019	\$7.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wall Street Journal	Officer	03/6/2019	\$19.49	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	03/8/2019	\$266.37	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	03/8/2019	\$5.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Hotels.com	Officer	03/11/2019	\$1,152.39	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement

James Grant	Eurostar	Officer	03/13/2019	\$285.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	VIRGIN Airlines	Officer	03/13/2019	\$2,838.23	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	03/13/2019	\$10,416.67	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Bowlmor	Officer	03/18/2019	\$53.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank	Officer	03/18/2019	\$1,665.41	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	03/18/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - atm withdrawal	Officer	03/18/2019	\$203.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Insomnia Cookies	Officer	03/25/2019	\$19.96	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	UNIQLO NY SOHO	Officer	03/26/2019	\$9.90	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	JUBILEE MARKET	Officer	03/27/2019	\$23.96	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank	Officer	03/27/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Hotels.com	Officer	04/1/2019	\$531.36	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Smile To Go	Officer	04/1/2019	\$18.78	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768	Officer	04/1/2019	\$181.99	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	04/1/2019	\$102.95	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee	Officer	04/1/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	04/1/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Soho House -	Officer	04/2/2019	\$626.03	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Chase - Check	Officer	04/3/2019	\$1,236.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	Citibank -	Officer	04/8/2019	\$2,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Medmen Venice -	Officer	04/8/2019	\$91.98	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Medmen Venice -	Officer	04/11/2019	\$201.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	04/11/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - JG Cash	Officer	04/11/2019	\$202.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	04/12/2019	\$5,000.00	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Medmen Venice -	Officer	04/15/2019	\$125.93	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Midway Car Rental - car rental LA	Officer	04/17/2019	\$4,941.85	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Paclot Supplies - overnighted personal items to James in LA	Officer	04/17/2019	\$130.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	04/17/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - JG Cash withdrawal	Officer	04/17/2019	\$146.82	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Paclot Supplies - shipping personal items to james	Officer	04/19/2019	\$65.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - NSF charge for CC payment	Officer	04/22/2019	\$35.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank - cc	Officer	04/25/2019	\$2,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	04/26/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - JG cash withdrawal	Officer	04/26/2019	\$203.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	04/29/2019	\$100.74	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank - cc payment	Officer	04/29/2019	\$2,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement

James Grant	Citibank - cc payment	Officer	04/29/2019	\$2,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank -	Officer	04/29/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Arco -	Officer	05/1/2019	\$51.22	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Arco -	Officer	05/2/2019	\$58.14	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	bill.com -	Officer	05/2/2019	-\$0.01	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch -	Officer	05/2/2019	\$402.72	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Chase - Check	Officer	05/2/2019	\$1,161.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/2/2019	\$1,100.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/2/2019	-\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/2/2019	\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/2/2019	\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	05/2/2019	\$10,416.66	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	05/3/2019	\$151.11	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/3/2019	\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/3/2019	-\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	05/3/2019	\$202.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	05/3/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Calamigos Ranch -	Officer	05/6/2019	\$95.94	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	05/7/2019	\$151.11	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	JETBLUE - JG flight change for daughter	Officer	05/8/2019	\$48.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	JETBLUE - JG flight change for daughter	Officer	05/8/2019	\$48.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/10/2019	\$110.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/10/2019	\$120.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	I LOVE LA TERMINAL 5 -	Officer	05/13/2019	\$91.89	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	USH Ticketing Reta Universal CA -	Officer	05/13/2019	\$24.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/13/2019	\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/13/2019	\$0.01	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	05/14/2019	\$163.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	05/14/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	05/15/2019	\$113.33	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	05/15/2019	\$100.74	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Midway Car Rental - car rental	Officer	05/15/2019	\$4,209.33	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	05/15/2019	\$303.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	05/15/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Hotel Tonight - JG NY Hotel personal	Officer	05/16/2019	\$440.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Le Cafe De La Plag Mlibu -	Officer	05/17/2019	\$21.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/17/2019	\$960.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/17/2019	\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	Venmo -	Officer	05/17/2019	-\$500.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	05/17/2019	\$5,000.00	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Cash Back -	Officer	05/20/2019	\$201.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/20/2019	\$1.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/21/2019	\$80.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/22/2019	\$1,000.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Eye Exam Santa Monica -	Officer	05/23/2019	\$852.97	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Eye Exam Santa Monica -	Officer	05/23/2019	\$168.46	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	05/24/2019	\$2,500.00	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Bank Card Deposit -	Officer	05/28/2019	\$2,625.17	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank -	Officer	05/28/2019	\$190.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank -	Officer	05/28/2019	\$2,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Maris Collective -	Officer	05/28/2019	\$881.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Medmen Venice -	Officer	05/28/2019	\$201.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank -	Officer	05/28/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	05/28/2019	\$1,000.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	05/28/2019	\$102.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	05/28/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Venmo -	Officer	06/3/2019	\$560.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	06/3/2019	\$5,000.00	Payment provided for in Grant's Amended and Restated Employment Agreement

James Grant	Citibank -	Officer	06/4/2019	\$1,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Elle Molchan - Reimbursement for	Officer	06/4/2019	\$201.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	The Beekman -	Officer	06/4/2019	\$55.91	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	The Beekman -	Officer	06/4/2019	\$2,764.74	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Chase - Check	Officer	06/5/2019	\$1,011.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Tacombi -	Officer	06/7/2019	\$105.71	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	06/11/2019	\$2,500.00	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	Elle Molchan - Medmen- James personal	Officer	06/12/2019	\$201.48	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	The Beekman -	Officer	06/13/2019	\$4,845.29	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Augustine Restaurant -	Officer	06/14/2019	\$234.34	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Lyft -	Officer	06/14/2019	\$18.58	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	06/14/2019	\$303.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	06/14/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	06/14/2019	\$2,500.00	Payment provided for in Grant's Amended and Restated Employment Agreement
James Grant	JETBLUE -	Officer	06/17/2019	\$91.20	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	JETBLUE -	Officer	06/17/2019	\$25.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	NICKEL & DINER -	Officer	06/17/2019	\$72.97	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	NICKEL & DINER -	Officer	06/17/2019	\$104.99	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	liquiteria NY -	Officer	06/18/2019	\$18.51	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	SUNNYSKINCO -	Officer	06/18/2019	\$23.16	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant	SUNNYSKINCO -	Officer	06/18/2019	\$102.30	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	The Beekman -	Officer	06/18/2019	\$56.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	The Beekman -	Officer	06/18/2019	\$2,811.41	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Ootoya Chelsea -	Officer	06/20/2019	\$148.07	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Guaranteed Payment	Officer	06/21/2019	\$2,500.00	Guaranteed Payments
James Grant	APPLE STORE -	Officer	06/24/2019	\$215.57	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank -	Officer	06/24/2019	\$1,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank -	Officer	06/24/2019	\$1,000.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Icracked Repair -	Officer	06/24/2019	\$174.19	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Liberty 8th Ave -(Exxon)	Officer	06/24/2019	\$50.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	SALON M TRIBECA -	Officer	06/24/2019	\$209.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 -	Officer	06/24/2019	\$202.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - ATM Fee-	Officer	06/24/2019	\$2.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Dunkin Donuts -	Officer	06/26/2019	\$3.66	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Hotels.com -	Officer	06/26/2019	\$833.20	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	JETBLUE - refund-	Officer	06/26/2019	-\$40.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Synchrony Bank -	Officer	06/27/2019	\$90.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	pret a manger - Brian Kusiak	Officer	06/28/2019	\$12.11	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	pret a manger - Brian Kusiak	Officer	06/28/2019	\$19.02	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement

James Grant	Wells Fargo 6768 - jg cash	Officer	06/28/2019	\$220.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Mr. C -	Officer	07/1/2019	\$369.99	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Wells Fargo 6768 - jg cash	Officer	07/3/2019	\$300.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	JFKLOT -	Officer	07/5/2019	\$10.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Lyft -	Officer	07/8/2019	\$11.16	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Fox Fodder Farm -	Officer	07/12/2019	\$48.99	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank - cc	Officer	07/18/2019	\$100.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Hotels.com -	Officer	07/22/2019	\$161.88	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Citibank - cc	Officer	07/23/2019	\$101.00	Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Seamless	Officer	Assorted	\$2,093.57	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Seamless	Officer	Assorted	\$1,395.72	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant	Uber	Officer	Assorted	\$1,279.89	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant	Uber	Officer	Assorted	\$853.26	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
				\$260,224.05	
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	09/30/2018	\$1,136.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTA Tolls	Officer	10/12/2018	\$125.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	10/16/2018	\$1,136.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTA	Officer	10/26/2018	\$100.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant/Svetlana Vareljan	Icon Parking - Quik Park Tribeca LLC	Officer	11/1/2018	\$675.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant/Svetlana Vareljan	MTA	Officer	11/15/2018	\$25.00	Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB	Officer	11/19/2018	\$25.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTATB	Officer	11/23/2018	\$135.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Moving items to JG/AV personal residence	Officer	11/26/2018	\$400.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/Svetlana Vareljan	Quik Park	Officer	12/4/2018	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB	Officer	12/6/2018	\$135.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB	Officer	12/20/2018	\$135.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/Svetlana Vareljan	Quik Park	Officer	01/3/2019	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	01/7/2019	\$1,161.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTATB	Officer	01/22/2019	\$135.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	02/5/2019	\$1,111.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Quik Park	Officer	02/5/2019	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTATB	Officer	02/19/2019	\$135.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Quik Park	Officer	03/5/2019	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	03/7/2019	\$1,136.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTATB	Officer	03/8/2019	\$185.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	TSI - MTA Bridges & Tunnels unpaid tolls	Officer	03/26/2019	\$651.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	Quik Park -	Officer	04/3/2019	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB - MTA Tolls and Bridges- JG/AV Car	Officer	04/15/2019	\$185.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement

James Grant/ Svetlana Vareljan	NYC Depart of Finance - parking violations	Officer	04/15/2019	\$65.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB - MTA Tolls and Bridges- JG/AV Car	Officer	05/3/2019	\$185.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	Quik Park -	Officer	05/3/2019	\$750.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB -	Officer	05/17/2019	\$185.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MTATB -	Officer	06/3/2019	\$245.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MP Hudson LLC - - parking	Officer	06/18/2019	\$58.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	JFKLOT - - daughter drop off	Officer	06/26/2019	\$10.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	Alana Varel - Guaranteed Payment	Officer	06/28/2019	\$5,000.00	Guaranteed Payments
James Grant/ Svetlana Vareljan	Land Rover Financial Group	Officer	07/2/2019	\$1,136.50	Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement
James Grant/ Svetlana Vareljan	MTATB -	Officer	07/5/2019	\$245.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
James Grant/ Svetlana Vareljan	MP 34 Tribeca -	Officer	07/12/2019	\$1,324.00	Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements
				\$21,682.00	
Svetlana Vareljan	Guaranteed Payment	Officer	10/2/2018	\$10,416.50	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	10/2/2018	\$5,000.00	IRS payment for taxes
Svetlana Vareljan	Guaranteed Payment	Officer	10/22/2018	\$10,416.50	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	11/1/2018	\$10,416.50	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T-Mobile	Officer	11/13/2018	\$274.64	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	11/23/2018	\$10,416.50	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T-Mobile	Officer	11/29/2018	\$278.16	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T Mobile	Officer	12/11/2018	\$227.06	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	12/12/2018	\$10,416.50	Payment provided for in Vareljan's Amended and Restated Employment Agreement

Svetlana Vareljan	Guaranteed Payment	Officer	01/9/2019	\$10,416.66	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T-Mobile	Officer	01/11/2019	\$240.97	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	02/8/2019	\$5,208.33	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T-Mobile	Officer	02/11/2019	\$264.93	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Convergent Outsourcing, Inc. (T Mobile Settlement)	Officer	03/2/2019	\$282.80	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T Mobile	Officer	03/11/2019	\$202.16	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	03/13/2019	\$10,416.66	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T Mobile - AV cell phones	Officer	04/11/2019	\$233.02	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	04/12/2019	\$5,000.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	05/2/2019	\$10,416.67	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T Mobile - AV cell phones	Officer	05/13/2019	\$247.59	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	05/17/2019	\$5,000.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	05/24/2019	\$2,500.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	06/3/2019	\$5,000.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	06/11/2019	\$2,500.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	06/14/2019	\$2,500.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	Guaranteed Payment	Officer	06/21/2019	\$2,500.00	Payment provided for in Vareljan's Amended and Restated Employment Agreement
Svetlana Vareljan	T Mobile -	Officer	07/11/2019	\$331.56	Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement
				\$121,123.71	
Vice AB (Affiliate of Vice Holding Inc)	Vice AB	Member	1/7/2019	\$14,394.88	Reimbursement of talent travel and wardrobe costs for media campaign
				\$14,394.88	
Starworks London Ltd.	Starworks London Ltd.	Affiliate of member, Vice Holding Inc	1/28/2019	\$100,000.00	Repayment of short term loan from SW London

Starworks London Ltd.	The Squad	Affiliate of member, Vice Holding Inc	3/18/2019	\$10,089.80	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Onward Display Limited	Affiliate of member, Vice Holding Inc	3/20/2019	\$3,761.96	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Next Management London	Affiliate of member, Vice Holding Inc	3/22/2019	\$3,250.41	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Starworks London Ltd.	Affiliate of member, Vice Holding Inc	4/3/2019	\$67,466.65	Loan to Starworks London for HMRC
Starworks London Ltd.	Statesman Travel	Affiliate of member, Vice Holding Inc	4/3/2019	\$13,497.37	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Starworks London Ltd.	Affiliate of member, Vice Holding Inc	4/15/2019	\$290,000.00	Loan to Starworks London for HMRC
Starworks London Ltd.	Statesman Travel	Affiliate of member, Vice Holding Inc	5/2/2019	\$6,677.66	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Statesman Travel	Affiliate of member, Vice Holding Inc	5/8/2019	\$13,331.39	Vendor payment on behalf of Starworks London
Starworks London Ltd.	MM Shopfitting and joinery	Affiliate of member, Vice Holding Inc	5/9/2019	\$2,672.24	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Lulu Kennedy	Affiliate of member, Vice Holding Inc	5/9/2019	\$2,669.03	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Byte London	Affiliate of member, Vice Holding Inc	5/10/2019	\$1,337.24	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Luxury Toilets Ltd	Affiliate of member, Vice Holding Inc	5/13/2019	\$664.02	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Flight Centre Limited	Affiliate of member, Vice Holding Inc	5/14/2019	\$6,619.69	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Major Players	Affiliate of member, Vice Holding Inc	5/14/2019	\$6,753.09	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Lighthouse Risk Services	Affiliate of member, Vice Holding Inc	5/14/2019	\$661.97	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Protein	Affiliate of member, Vice Holding Inc	5/15/2019	\$1,319.54	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Flight Centre Limited	Affiliate of member, Vice Holding Inc	5/15/2019	\$3,206.79	Vendor payment on behalf of Starworks London
Starworks London Ltd.	Starworks London Ltd.	Affiliate of member, Vice Holding Inc	6/18/2019	\$11,574.36	Loan to Starworks London for HMRC legal advisor
Starworks London Ltd.	Starworks London Ltd.	Affiliate of member, Vice Holding Inc	6/25/2019	\$30,004.37	Loan to Starworks London for payment to cover SWL salaries
				\$575,557.58	